

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF TEXAS  
ENTERED

APR 17 2001

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

Michael N. Milby, Clerk of Court

In re:	§	Chapter 11
	§	
Equalnet Communications Corp.,	§	Case No. 00-37350-H4-11
	§	
EqualNet Corporation,	§	Case No. 00-37351-H4-11
	§	
USC Telecom, Inc.,	§	Case No. 00-37353-H2-11
	§	
Debtors.	§	(Jointly Administered Under Case No. 00-37350-H4-11)

**ORDER GRANTING EXPEDITED MOTION TO ASSUME AND ASSIGN  
EXECUTORY CONTRACT OF AMERICAN TEL GROUP, INC.**

CAME ON FOR CONSIDERATION the Expedited Motion to Assume and Assign Executory Contract of American Tel Group, Inc. (the "Motion"), filed by EqualNet Corporation ( the "Debtor"), and having considered the Motion, it is hereby

ORDERED that the Motion is GRANTED; it is further

ORDERED that the Debtor may assume the Agreement for Wholesale Telecommunications Services with Michael Caplan, as Trustee (the "Trustee") for American Tel Group (the "Agreement"); it is further


ORDERED that to the extent that any arrearage owing to the Trustee by the Debtor is not cured from funds held in the ATG Lockbox (as defined in the Motion), CCC GlobalCom, Inc. or its assigns ("CCC") shall cure such arrearages up to a maximum amount of \$10,000 and upon such payment, if any, all defaults shall be deemed cured; it is further

ORDERED that the Debtor may assign the Agreement to CCC Globalcom Corp., Inc., pursuant to the terms of this Order and the Order Approving Asset Purchase Agreement and Authorizing the Debtors to (1) Sell Substantially All Their Assets Free and Clear of All Liens, Claims

and Encumbrances (Except for those of RFC Capital Corp. and Billing Concepts, Inc.), (2) Assume and Assign Certain Executory Contracts and Unexpired Leases, and (3) Establish Cure Amounts; and it is further

ORDERED that the Debtor may execute any and all documents necessary to consummate the assignment authorized herein.

SIGNED this 16th day of April, 2001.

  
UNITED STATES BANKRUPTCY JUDGE